Delegations of Authority Policy

Section 1 - Purpose

(1) The purpose of this Policy, including its appendices is:

a. in relation to any matter or class of matters, or in relation to any activity or function of the University, to appoint Delegates to perform those functions;
b. to establish the requirements for approval and review of Delegations; and
c. to specify the principles by which Delegations of Authority are exercised.

Background

(2) This Policy, the Reserved Powers of Council and Committees and the Delegations of Authority Register are made by resolution of the Council of Macquarie University (the University) pursuant to section 17 of the Macquarie University Act 1989.

(3) Council delegates the functions prescribed in this Policy, the Reserved Powers of Council and Committees and the Delegations of Authority Register to the bodies, committees, officers and employees stipulated.

Scope

(4) This Policy applies to the University's bodies, committees, officers and employees.

(5) Teaching and research conducted within the University's controlled entities under the University banner are managed as part of the academic governance of the University.

(6) The Deputy Vice-Chancellor (People and Operations) must be consulted in:

a. any negotiations relating to enterprise bargaining agreements; and
b. any forced terminations of employment in controlled entities.

(7) All other decisions relating to the University's controlled entities are made in accordance with the Controlled Entities Policy.

(8) The Delegations of Authority Register is not the source of all authority. Council may make Delegations in relation to any of its functions, including those in the Reserved Powers of Council and Committees in Appendix 1.

(9) University bodies, committees, officers and employees may engage in activities which are not covered by the Delegations of Authority Framework, if it is reasonable for them to infer that the University authorises them to engage in those activities (for example, from position descriptions, terms of reference, policies, procedures, guidelines, the Macquarie University By-law 2005 and Rules).

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Section 2 - Policy

Part A - General Principles

Delegation

(10) A Delegation relates to the Delegate's office, or position, not to the individual in that position. Similarly, where a Delegation is to a body by reference to the body's title, it relates to the body acting as a body, not to individual members of the body.

(11) A person duly appointed as a temporary or acting occupant of an office has the authority Delegated to the position in which they are acting, unless otherwise specified in the Delegations of Authority Register.

(12) A Delegation to a position or to a body, if the position or the body is abolished, has a change in name or a change in structure, is to be regarded as referring to the successor to the functions of that position or body.

(13) Unless the context requires otherwise or unless otherwise specified (for example, Band C+ or Band D+ approval levels):

a. a Delegation applies only to a Delegate's accountability area; and
b. the Delegation to approve includes the Delegation to rescind, vary or terminate.

(14) A specific or particular Delegation will prevail over a general Delegation.

(15) If the exercise of a function requires the exercise of some preliminary, incidental or ancillary administrative function, then the Delegation extends to the exercise of that function.

(16) In the event of any inconsistency between a policy approved by Council or a resolution of Council which predates the Delegations of Authority Register, the Delegations of Authority Register prevails to the extent of the inconsistency.

(17) A Delegate who is ultimately subject to the direction and supervision of the Vice-Chancellor through established lines of accountability is, in the exercise of Delegations, also subject to the direction and supervision of Delegates more senior than the Delegate in the lines of accountability.

(18) Delegates more senior in the lines of accountability to a Delegate named in the Delegations of Authority Register may exercise a Delegation conferred on that named Delegate but only in accordance with its terms.

(19) In exercising a function a Delegate may seek appropriate advice in order to be properly informed. However, the Delegate must exercise the Delegation without any undue influence by any other body, committee, officer or employee.

Delegate Band Approval Levels

(20) In this Policy, the following band approval levels apply:

Band	Members
Band A++	Council
Band A+	Finance and Facilities Committee (F & F)
Band A	Vice-Chancellor

Band	Members
Band B	Members of the Executive Group
Band C+	For whole of University financial expenditure and procurement expenditure: Deputy Group Chief Financial Officer For whole of University procurement expenditure: Chief Procurement Officer For whole of University information technology expenditure: Chief Information and Digital Officer For whole of University property and facilities expenditure: Executive Director, Property For operating expenditure and capital expenditure included in the annual budget of the University Library: University Librarian
Band C	Unit heads who report to members of the Executive Group (excluding Heads of Department and Heads of Schools), and the General Counsel
Band D+	In their area of responsibility: Procurement Category Managers For whole of University property and facilities expenditure: Director, Project Management (Property) or Director, Client Services and Facilities Management (Property)
Band D	Those identified by a Band C member as requiring such Delegation (i.e. Academic Level E/HEW 10 or senior contract)
Band E	Those identified by a Band C member as requiring such Delegation (i.e. Academic Level D or C/HEW 9 or 8)
Band F	Those identified by a Band C member as requiring such Delegation (i.e. Academic Level B or A/HEW 7 or 6)

(21) In relation to Financial Expenditure Delegations and procurement Delegations:

a. the Vice-President, Finance and Resources (Band B), and the Deputy Group Chief Financial Officer (Band C+), may act on behalf of any organisational unit of the University in the absence of the Delegate, having verified due diligence of the procurement process.

(22) In relation to procurement Delegations:

a. the Chief Procurement Officer may act on behalf of any organisational unit of the University in the absence of the Delegate for an expenditure of less than or equal to $1m (Band C+), following a due diligence process; and Procurement Category Managers may act in the absence of the Delegate for a procurement process specific to their area of responsibility for an expenditure of less than or equal to $250k (Band D+), following a due diligence process.

(23) In relation to information technology Delegations:

a. the Chief Information and Digital Officer may act on behalf of any organisational unit of the University in the absence of the Delegate for an expenditure of less than or equal to $1m (Band C+), following a due diligence process.

(24) In relation to property and facilities Financial Expenditure Delegations:

a. the Executive Director, Property may act on behalf of any organisational unit of the University in the absence of the Delegate for an expenditure of less than or equal to $1m (Band C+), following a due diligence process.
b. the Director, Project Management (Property) or the Director, Client Services and Facilities Management (Property) may act on behalf of any organisational unit of the University in the absence of the Delegate for an expenditure of less than or equal to $250k (Band D+), following a due diligence process.

(25) In relation to library Financial Expenditure Delegations:

a. the University Librarian may act on operating expenditure and capital expenditure included in the annual

budget of the University Library in the absence of the Delegate for an expenditure of less than or equal to $1m (Band C+), following a due diligence process.

Signing of Documents

(26) A Delegate may sign any document which is necessary to give effect to their function or authority, including a legally-binding agreement (other than deeds), except where the authority to execute is specifically delegated to others in the Delegations of Authority Register. If a Delegate is a committee or other body and the body has authority to execute a document, the document may be executed by:

a. the chair or their nominee; or
b. if there is no chair, a person whom the body resolves may execute the contract on behalf of the body.

(27) Notwithstanding the above, only employees and officers appointed under a formal Power of Attorney may execute deeds.

Calculating Value of a Transaction

(28) In exercising a Delegation with respect to a transaction, the Delegate must estimate the value of the transaction as a whole, over the term of the transaction including the sum of the face value of the transaction, the value of any embedded guarantees and indemnities, and the value of all future options at the University's discretion. For the purpose of making this calculation, the following principles apply:

a. a transaction must not be assessed in components or parts, such as instalments, tranches, or the value of individual items;
b. the total gross value of the transaction (excluding GST) must be estimated; and
c. no reduction may be made in respect of any set-off, trade-in or the like.

Authorised Agents

(29) Delegates identified in section 2 (Finance and Property) of the Delegations of Authority Register are not permitted to authorise another officer or employee of the University to exercise their function as an Authorised Agent.

(30) For Delegations listed in the remaining sections of the Delegations of Authority Register and where appropriate, the Delegate is permitted to authorise another officer or employee of the University to exercise their function as an Authorised Agent for or on their behalf if it is impracticable for the Delegate to act otherwise than through others, subject to the following:

a. the authorisation may be general or limited;
b. the authority must be given in writing signed by the Delegate and may be revoked in whole or in part in writing signed by the Delegate;
c. the Authorised Agent must exercise the authority in accordance with any requirements stated in the Delegations of Authority Register;
d. the Authorised Agent may, in exercise of that function, exercise any other administrative function that is preliminary, incidental or ancillary to the authorised function;
e. the Delegate remains responsible for ensuring that the authority is exercised properly by the Authorised Agent;
f. a function duly exercised by an Authorised Agent is deemed to have been exercised by the Delegate;
g. if a particular officer or the holder of a particular office is authorised to perform the function:
    i. the authorisation does not cease to have effect merely because the person who was the particular officer or the holder of a particular office when he or she was authorised to perform the function ceases to be that officer or hold that office; and

ii. the person for the time being occupying or acting in the office concerned is taken to be the Authorised Agent; and

h. the Delegate may still perform a function even if they have appointed an Authorised Agent to do so.

(31) Delegates will normally only appoint an Authorised Agent to act on their behalf where permitted, for a single exercise or in the short term. Refer to the Delegations of Authority Procedure for detail.

Conflict of Interest

(32) A Delegation or authority cannot be exercised where the Delegate or Authorised Agent has a conflict of interest. This includes, in particular, where the Delegate or Authorised Agent would obtain a personal benefit of some material kind.

(33) Delegates and Authorised Agents must not approve matters including their own appointment, remuneration, payment or reimbursement, promotion, transfer or secondment, travel, absence or termination.

(34) Delegates and Authorised Agents must not approve matters relating to family members and/or others with whom they have a close personal relationship.

(35) In the circumstances outlined in clauses 32 – 34 the conflicted Delegate or Authorised Agent must refer the decision to their supervisor and must not exercise the Delegation or authority without the approval of their supervisor.

Part B - Review of the Delegations of Authority Framework

(36) Council will direct a detailed review of the Delegations of Authority Framework every three years or more frequently if required. The detailed review will be undertaken by the Audit and Risk Committee, with a final report and updated Delegations of Authority Framework being submitted to Council for approval.

Part C - Amendments to the Delegations of Authority Policy and Register

(37) Amendments to this Policy and/or the Delegations of Authority Register that are required within the three-year review period and which change the scope, intent or application of delegated functions will be referred to the Audit and Risk Committee or the Finance and Facilities Committee for approval and will be submitted to Council for noting. Examples of such amendments include:

a. new delegated functions;
b. changes to delegated functions; or
c. changes to Financial Expenditure Delegation limits.

(38) The Vice-Chancellor is authorised to approve minor amendments to this Policy and/or the Delegations of Authority Register arising from an approved management action, provided that these do not represent a substantive change to a Delegation. Examples of such amendments include:

a. insertion of details of Authorised Agents in the relevant column in the Delegations of Authority Register and changes to those details;
b. changes to the name of an office, faculty or unit; or
c. minor typographic corrections.

(39) Any such amendments will be reported to the Audit and Risk Committee.

Part D - Delegations of Authority Procedure

(40) The Delegations of Authority Procedure will outline the process for submitting proposals for amendments.

(41) The Vice-Chancellor is authorised to approve the Delegations of Authority Procedure.

Part E - Reporting the Exercise of Delegations

(42) Committees of Council and Academic Senate will report the exercise of delegated authorities to the next following Council meeting.

(43) The Vice-Chancellor will periodically report to Council the exercise of at least the following Delegations:

a. approval of University policies;
b. use of the seal (by entry in the Seal Register);
c. use of Power of Attorney (may be limited to certain Delegations);
d. participation by the University as a shareholder or member in an incorporated entity;
e. acquisition and disposal of University real property;
f. significant actions taken under any other Delegations; and
g. the exercise of any authorities specified by Council.

Part F - Maintenance and Version Control

(44) Governance Services will:

a. maintain the Delegations of Authority Framework in an open access environment;
b. ensure the Delegations of Authority Framework is updated and contains appropriate version identification; and
c. maintain an amendment history of the Delegations of Authority Framework.

Section 3 - Guidelines

(45) Nil.

Section 4 - Definitions

(46) The following definitions apply for the purpose of this Policy:

a. Authorised Agent means an officer or employee who is authorised in the Delegations of Authority Register to exercise a Delegation for and on behalf of a Delegate.
b. Delegate refers to a body, committee, officer or employee authorised to act and to make decisions concerning a specified power as delegated by Council and documented in the Delegations of Authority Register, or in a separate resolution of Council.
c. Delegation is an act of Council under section 17 of the Macquarie University Act 1989 (NSW) which confers the authority to act and the power to make decisions to a specific body, committee, officer or employee of the University.
d. Delegations of Authority Framework is the Delegations of Authority Policy, including the Reserved Powers of Council and Committees and the Delegations of Authority Register.

e. Delegations of Authority Register is the Register in Delegations of Authority Register.

f. Financial Expenditure Delegation is a Delegation that allows the Delegate identified in section 2 (Finance and Property) of the Delegations of Authority Register to financially commit the University and/or incur debts or liabilities for the University not exceeding the limits assigned to the Delegate band approval level.

g. Reserved Powers of Council are authorities retained by Council as set out in Reserved Powers of Council and Committees.

Status and Details

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Responsible Executive	James Lonsdale General Counsel
Responsible Officer	Sophie Buck Director, Governance Services
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